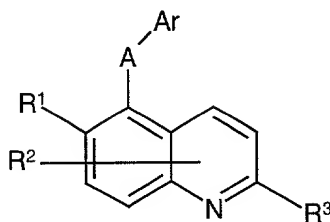


**What is claimed is:**

1. A compound selected from the group of compounds represented by Formula I:



wherein:

A is a  $-\text{CH}_2-$ ,  $\text{CH}(\text{OH})$ ,  $-\text{C}(\text{O})-$ ,  $\text{C}=\text{NOR}^4$ ,  $-\text{NR}^5-$ ,  $-\text{O}-$ ,  $-\text{S}-$ ,  $-\text{S}(\text{O})-$ , or  $-\text{S}(\text{O})_2-$ , where R<sup>4</sup> is hydrogen or alkyl and R<sup>5</sup> is hydrogen, alkyl, or acyl;

Ar is an optionally substituted phenyl;

R<sup>1</sup> is hydrogen, alkyl, alkenyl, alkynyl, haloalkyl, heteroalkyl, cycloalkyl, cycloalkylalkyl, alkoxy, alkenyloxy, cycloalkyloxy, cycloalkylalkyloxy, haloalkyloxy, hydroxyalkyloxy, alkoxyalkyloxy, alkylthio, alkylsulfinyl, alkylsulfonyl, cycloalkylthio, cycloalkylalkylthio, hydroxy, halo, cyano,  $-\text{NR}^9\text{R}^{10}$ ,  $-\text{OCONR}^9\text{R}^{10}$ , or  $-\text{OSO}_2\text{R}^{11}$  where R<sup>9</sup> and R<sup>10</sup> are each independently selected from hydrogen, alkyl, and acyl; and R<sup>11</sup> is selected from alkyl, cycloalkyl, and haloalkyl;

R<sup>2</sup> is hydrogen, alkyl, alkenyl, alkoxy, hydroxy, halo, haloalkyl, heteroalkyl, alkylsulfonyl, alkylsulfinyl, alkylsulfonyl, nitro, cyano, or  $-\text{NR}^9\text{R}^{10}$  where R<sup>9</sup> and R<sup>10</sup> are each independently selected from the respective group described for R<sup>9</sup> and R<sup>10</sup> previously; and R<sup>2</sup> represents substitution at any one of carbons C3, C4, C7 or C8.

R<sup>3</sup> is  $-\text{SR}^{12}$ ,  $\text{SOR}^{12}$ ,  $\text{SO}_2\text{R}^{12}$ , or  $\text{SO}_2\text{NR}^{13}\text{R}^{14}$  wherein,

R<sup>12</sup> is alkyl, hydroxyalkyl, alkoxyalkyl, aminoalkyl, mono or dialkylaminoalkyl, carboxyalkyl, or alkoxycarbonylalkyl;

R<sup>13</sup> is hydrogen or alkyl, and

R<sup>14</sup> is hydrogen, alkyl, cycloalkyl, cycloalkylalkyl, hydroxyalkyl, alkoxyalkyl, alkoxycarbonylalkyl, aminoalkyl, aryl, or aralkyl; or R<sup>13</sup> and R<sup>14</sup> together with

the nitrogen atom to which they are attached form a heterocycloamino group;  
and  
prodrugs, individual isomers, mixtures of isomers, and pharmaceutically acceptable  
salts thereof.

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2. A compound of Claim 1 wherein A is -S-.

3. A compound of Claim 2 wherein

$R^1$  is alkyl, alkoxy, hydroxy, halogen or cyano;

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$R^2$  is hydrogen or methyl; and

$R^3$  is  $S(O)_{0-2}R^{12}$  where  $R^{12}$  is alkyl.

4. A compound of Claim 3 wherein Ar is unsubstituted phenyl.

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5. A compound of Claim 3 wherein Ar is 4-substituted phenyl or 2-substituted phenyl.

6. A compound of Claim 3 wherein Ar is a disubstituted phenyl.

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7. A compound of Claim 3 wherein Ar is optionally substituted at one or more positions  
with a substituent or substituents independently selected from the group consisting of  
fluoro, chloro, bromo, ethoxy, and methoxy.

8. A compound of Claim 1 wherein A is -C(O)-.

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9. A compound of Claim 8 wherein

$R^1$  is alkyl, alkoxy, hydroxy, halogen or cyano;

$R^2$  is hydrogen or methyl; and

$R^3$  is  $S(O)_{0-2}R^{12}$  where  $R^{12}$  is alkyl.

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10. A compound of Claim 9 wherein Ar is unsubstituted phenyl.

11. A compound of Claim 9 wherein Ar is 4-substituted phenyl or 2-substituted phenyl.
12. A compound of Claim 9 wherein Ar is a disubstituted phenyl.
- 5 13. A compound of Claim 9 wherein Ar is optionally substituted at one or more positions with a substituent or substituents independently selected from the group consisting of fluoro, chloro, bromo, ethoxy, and methoxy.
14. A compound of Claim 1 wherein A is  $-\text{CH}_2-$ .
- 10 15. A compound of Claim 14 wherein  
 $\text{R}^1$  is alkyl, alkoxy, hydroxy, halogen or cyano;  
 $\text{R}^2$  is hydrogen or methyl; and  
 $\text{R}^3$  is  $\text{S}(\text{O})_{0-2}\text{R}^{12}$  where  $\text{R}^{12}$  is alkyl.
- 15 16. A compound of Claim 15 wherein Ar is unsubstituted phenyl.
17. A compound of Claim 15 wherein Ar is 4-substituted phenyl or 2-substituted phenyl.
- 20 18. A compound of Claim 15 wherein Ar is a disubstituted phenyl.
19. A compound of Claim 15 wherein Ar is optionally substituted at one or more positions with a substituent or substituents independently selected from the group consisting of fluoro, chloro, bromo, ethoxy, and methoxy.
- 25 20. A compound of Claim 1 wherein A is  $-\text{O}-$ .
21. A compound of Claim 20 wherein  
 $\text{R}^1$  is alkyl, alkoxy, hydroxy, halogen or cyano;  
30  $\text{R}^2$  is hydrogen or methyl; and  
 $\text{R}^3$  is  $\text{S}(\text{O})_{0-2}\text{R}^{12}$  where  $\text{R}^{12}$  is alkyl.

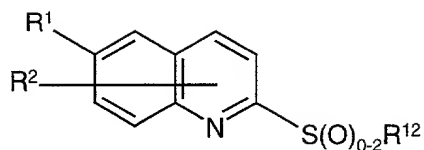
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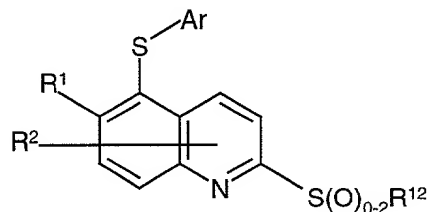
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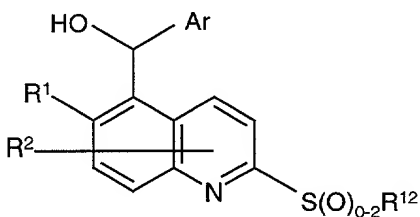
wherein  $R^1$ ,  $R^2$ , and  $R^{12}$  are as defined in Claim 1,  
with a compound of general formula  $ArSH$ , to provide a compound of Formula I:



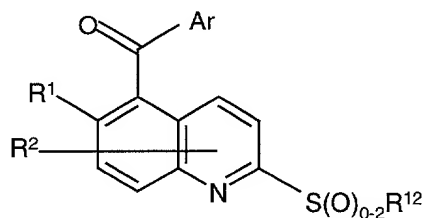
wherein  $Ar$ ,  $R^1$ ,  $R^2$ , and  $R^{12}$  are as defined in Claim 1

32. A process for preparing a compound selected from the group of compounds of Claim 1,  
which comprises

reacting a compound of general Formula



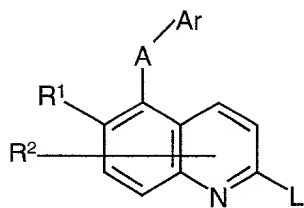
wherein  $R^1$ ,  $R^2$ , and  $R^{12}$ , are as defined in Claim 1,  
with an oxidizing agent to provide a compound of Formula I:



wherein  $Ar$ ,  $R^1$ ,  $R^2$ , and  $R^{12}$  are as defined in Claim 1.

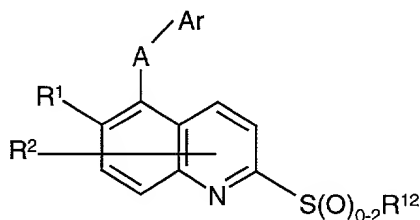
33. A process for preparing a compound selected from the group of compounds of Claim 1,  
which comprises

reacting a compound of general formula



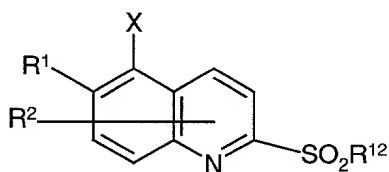
wherein A is -NR<sup>5</sup> or -O, and L is a leaving group such as a halogen group as defined in the specification,

with a compound of general formula NaSR<sup>12</sup>, followed by optional oxidation to provide a compound of Formula I:



34. A process for preparing a compound selected from the group of compounds of Claim 1, which comprises

reacting a compound of general formula



wherein X is a halogen,

with an aralkyl anion compound to provide a compound of Formula I:

